

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., <i>et al.</i> , ¹)	Case No. 01-1139 (KJC)
)	(Jointly Administered)
Debtors.)	
)	Related to Docket No. 31576

**NOTICE OF FILING REDACTED EXHIBITS B-1 AND B-4 TO MOTION FOR ENTRY
OF AN ORDER AUTHORIZING THE DEBTORS TO (A) ENTER INTO THE EXIT
FINANCING COMMITMENT AND ENGAGEMENT LETTER AND THE FEE
LETTERS, (B) PAY CERTAIN FEES, INDEMNITIES, COSTS AND EXPENSES IN
CONNECTION THEREWITH, AND (C) FILE THE COMMITMENT AND
ENGAGEMENT LETTER AND THE FEE LETTERS UNDER SEAL**

PLEASE TAKE NOTICE that on January 7, 2014, the above-captioned debtors
and debtors in possession (collectively, the "Debtors") filed the *Motion for Entry of an Order
Authorizing the Debtors to (A) Enter Into the Exit Financing Commitment and Engagement
Letter and the Fee Letters, (B) Pay Certain Fees, Indemnities, Costs and Expenses in Connection*

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Therewith, and (C) File the Commitment and Engagement Letter and the Fee Letters Under Seal
(Docket No. 31576) (the "Motion").

PLEASE TAKE FURTHER NOTICE that attached to the Motion as Exhibit B-1 was the Commitment and Engagement Letter and attached as Exhibit B-4 was the Mandate Letter (collectively, the "Exhibits"), both of which were filed under seal.

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit 1 are redacted versions of the Exhibits for filing with the Court.

Dated: January 17, 2014
Wilmington, Delaware


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